

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

-----	X	
In re:	:	Chapter 11
	:	
FAVORITE BRANDS INTERNATIONAL	:	Case No. 99-726 (PJW)
HOLDING CORP <i>et al.</i> ,	:	
	:	Jointly Administered and
	:	Substantively Consolidated
Debtors.	:	
	:	Re: D.I. <u>1407</u> & <u>1409</u>
-----	X	

**ORDER (A) REOPENING THE BANKRUPTCY CASE, (B) AUTHORIZING PLAN  
ADMINISTRATOR TO MAKE A FINAL SUPPLEMENTAL DISTRIBUTION, (C)  
WAIVING CERTAIN PLAN REQUIREMENTS IN CONNECTION THEREWITH,  
AND (D) AUTHORIZING THE DEPOSIT OF RESIDUAL FUNDS WITH THE COURT**

Upon consideration of the Motion, dated November 14, 2006 (the "Motion"), of Hobart G. Truesdell, the Plan Administrator on behalf of Reorganized Favorite Brands International Holding Corp., (A) To Reopen the Bankruptcy Case, (B) To Authorize the Plan Administrator to Make a Final Supplemental Distribution, (C) To Waive Certain Plan Requirements in Connection Therewith, and (D) To Authorize the Deposit of Residual Funds with the Court; it appearing that this Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2); it appearing that proper and adequate notice has been given under the circumstances and that no other or further notice is necessary; and after due deliberation and sufficient cause appearing therefore; it is hereby ORDERED THAT:

1. Case No. 99-726 (PJW) of Reorganized FBI<sup>1</sup> is reopened for the purpose of entering this Order and the Order for Deposit. Once the two Orders have been entered, the Bankruptcy Case shall be closed.

2. The Plan Administrator is authorized to make a Supplemental Final Distribution of certain sums remaining in the Wind-Up Reserve of Reorganized FBI.

3. The Plan Administrator is required to make a Supplemental Final Distribution to a holder of an allowed claim only if the *pro rata* amount to be distributed to such holder in such distribution is equal to or more than \$25.00.

4. Any distribution check issued by the Plan Administrator in connection with the Supplemental Final Distribution that remains uncashed on the ninety first (91<sup>st</sup>) day following the issue date of such check may be stopped by the Plan Administrator.

5. Solely with respect to the Supplemental Final Distribution, any requirement of the Plan that contravenes or limits the authority granted in paragraphs 3 and 4 above of this Order is hereby waived.

6. After entry of this Order, the Plan Administrator shall promptly pay \$750.00 to the Office of the United States Trustee based on the representations in the Motion in full satisfaction of the Plan Administrator's obligations under 28 U.S.C. § 1930(a)(6).

7. All funds remaining in the Wind-Up Reserve after the Plan Administrator has made the Supplemental Final Distribution and satisfied all outstanding expenses of the Plan Administrator and Reorganized FBI, including any attorneys fees, shall be deposited with the Court pursuant to 28 U.S.C. § 2041 and the Order for Deposit. The Plan Administrator shall send a copy of the Order of Deposit to the Clerk when depositing into Court the residual funds in the Wind Up Reserve following the Supplemental Final Distribution.


---

<sup>1</sup> All capitalized terms not defined herein are ascribed the meanings given to such terms in the Motion.

8. Except as modified by this Order, all provisions, including releases, set forth in the Order Approving Final Report of the Plan Administrator and Granting Entry of Final Decree Closing the Bankruptcy Cases entered by this Court on October 31, 2001 shall remain in full force and effect.

9. This Order is effective immediately upon its entry.

Dated: December 15, 2006

  
The Honorable Peter J. Walsh  
United States Bankruptcy Judge